

B 210A (Form 210A) (12/09)

**United States Bankruptcy Court
Southern District of New York**

In re Lehman Brothers Holdings Inc., et al., Debtors.

Case No. 08-13555 (JMP)
(Jointly Administered)

PARTIAL TRANSFER OF CLAIM OTHER THAN FOR SECURITY

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a). Transferee hereby gives evidence and notice pursuant to Rule 3001(e)(2), Fed. R. Bankr. P., of the transfer, other than for security, of the claim referenced in this evidence and notice.

Luxor Capital Partners Offshore Master Fund LP
Name of Transferee

Merrill Lynch International

Name of Transferor

Name and Address where notices to transferee should be sent:

Court Claim # (if known): 20121

Amount of Claim: \$11,584,000.00

Date Claim Filed: September 21, 2009

Debtor: Lehman Brothers Holdings Inc.

Luxor Capital Group
1114 Avenue of the Americas, 29th Floor
New York, NY 10036
Attn: Omar Khawaja

Phone: 212-763-8075

Phone: _____

Last Four Digits of Acct #: _____

Last Four Digits of Acct. #: _____

Name and Address where transferee payments should be sent (if different from above):

Phone: _____

Last Four Digits of Acct #: _____

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

By: Norris Nissim

Date: 2/16/12

Transferee/Transferee's Agent
NORRIS NISSIM

Penalty for making false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 & 3571.

EVIDENCE OF PARTIAL TRANSFER OF CLAIM


TO: THE DEBTOR AND THE BANKRUPTCY COURT

For value received, the adequacy and sufficiency of which are hereby acknowledged, Merrill Lynch International ("Seller") hereby unconditionally and irrevocably sells, transfers and assigns to Luxor Capital Partners Offshore Master Fund LP ("Purchaser") all of its right, title, interest, claims and causes of action in and to, or arising under or in connection with, its claim (as such term is defined in Section 101(5) of the U.S. Bankruptcy Code) against Lehman Brothers Holdings Inc. (the "Debtor"), the debtor in Case No. 08-13555 pending in the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court"), to the extent of \$11,584,000.00, and the relevant portion of any and all proofs of claim (No. 20121) filed by Seller with the Bankruptcy Court in respect of the foregoing claim.

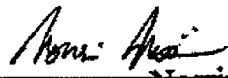
Seller hereby waives any objection to the transfer of the claim to Purchaser on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Seller acknowledges and understands, and hereby stipulates, that an order of the Bankruptcy Court may be entered without further notice to Seller transferring to Purchaser the foregoing claim, recognizing Purchaser as the sole owner and holder of the claim, and directing that all payments or distributions of money or property in respect of the claim be delivered or made to Purchaser.

IN WITNESS WHEREOF, this EVIDENCE OF PARTIAL TRANSFER OF CLAIM is executed this 29 day of February, 2012.

MERRILL LYNCH INTERNATIONAL

By: 
Name: SIMON ORR
Title: AUTHORIZED SIGNATORY

LUXOR CAPITAL PARTNERS OFFSHORE MASTER
FUND LP

By: 
Name: Norris Nissim
Title: General Counsel